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Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

- - - - - x  
In re: : Chapter 11  
:   
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., :   
:   
Debtors. : Jointly Administered  
- - - - - x

**SUPPLEMENTAL ORDER ON DEBTORS' FORTY-NINTH OMNIBUS  
OBJECTION TO CERTAIN ADMINISTRATIVE EXPENSES  
AND 503(b)(9) CLAIMS AND MOTION FOR (I) AUTHORITY  
TO SETOFF AGAINST SUCH EXPENSES AND CLAIMS  
AND (II) A WAIVER OF THE REQUIREMENT THAT THE FIRST HEARING  
ON ANY RESPONSE PROCEED AS A STATUS CONFERENCE**

THIS MATTER having come before the Court on the  
Debtors' Forty-Ninth Omnibus Objection To Certain  
Administrative Expenses And 503(B)(9) Claims And Motion For  
(I) Authority To Setoff Against Such Expenses And Claims  
And (Ii) A Waiver Of The Requirement That The First Hearing  
On Any Response Proceed As A Status Conference (the

"Objection"),<sup>1</sup> which requested, among other things, that the claims identified on Exhibit C attached to the Objection be reduced as identified on Exhibit C for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and, for the reasons set forth in this Court's Memorandum Opinion and Order dated December 3, 2009,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The status hearing on the Objection to the claims identified on Exhibit A attached hereto and incorporated herein is hereby adjourned to January 14, 2010 at 2:00 p.m. (Eastern) or until such later time as agreed by the parties or ordered by the Court.

2. In the event the Debtors determine that any Administrative Expense set forth in the Objection is overstated, the Debtors' rights to obtain payment of the amount of the Receivable offset against the overstated amount of the Claim are not waived and are expressly reserved.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

3. The Debtors' rights to seek to avoid any transfers under 11 U.S.C. §§ 547, 553 or any other section of the Bankruptcy Code or applicable law with respect to the Claimants are not waived and are expressly reserved.

4. For those parties who filed a response, the requirement that this Court hold a status conference at the first hearing, as set forth in the Omnibus Objection Procedures Order, is hereby waived.

5. To the extent any Receivable remains after the offsets contemplated by the Objection are effectuated, the Debtors' rights to obtain payment of any remaining Receivable, or offset the Receivable against other claims filed by the Claimants, are not waived and are expressly reserved.

6. The Debtors' rights to amend, modify, or supplement the Objection, to file additional objections to the Administrative Expenses included in the Objection or any other claims that have been or may be asserted against the Debtors on any grounds governing law permits, and to seek reduction of any claim to the extent such claim has been paid, are not waived and are expressly reserved.

7. This Court retains jurisdiction to hear and determine all matters arising from or related to the interpretation or implementation of this Order.

8. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia

\_\_\_\_\_, 2009

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HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel to the Debtors and Debtors in Possession

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley  
Douglas M. Foley

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In re: Circuit City Stores, Inc, et al.

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Debtors' Forty-Ninth Omnibus Objection to Claims

Case No. 08-35653-KRH

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

## EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  KOREA EXPORT INSURANCE CORPORATION ATTN FREDRICK J LEVY ESQ OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP PARK AVE TOWER 65 E 55TH ST NEW YORK, NY 10022	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 14446 Date Filed: 07/08/2009 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  KOREA EXPORT INSURANCE CORPORATION ATTN FREDRICK J LEVY ESQ OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP PARK AVE TOWER 65 E 55TH ST NEW YORK, NY 10022	Docketed Amount*: \$7,714,224.00  Total Receivables: \$380,345.00  Modified Amount: \$7,333,879.00	\$0.00
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  STILLWATER DESIGNS AND AUDIO INC C O PAUL S BLILEY JR ATTORNEY PO BOX 1320 RICHMOND, VA 23218	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 780 Date Filed: 12/10/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  STILLWATER DESIGNS AND AUDIO INC C O PAUL S BLILEY JR ATTORNEY PO BOX 1320 RICHMOND, VA 23218	Docketed Amount*: \$561,829.00  Total Receivables: \$248,481.52  Modified Amount: \$313,347.48	\$0.00

\* Claims filed, adjourned or ordered on prior omnibus objections are reflected at the modified amount

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 87 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$5,670.00  Total Receivables: \$112,687.16  Modified Amount: \$0.00	            \$107,017.16
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 88 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$720.00  Total Receivables: \$107,017.16  Modified Amount: \$0.00	            \$106,297.16

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objections are reflected at the modified amount

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503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 115 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$2,115.00  Total Receivables: \$106,297.16  Modified Amount: \$0.00	            \$104,182.16
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 113 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$16,912.50  Total Receivables: \$104,182.16  Modified Amount: \$0.00	            \$87,269.66

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503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 112 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$9,982.50  Total Receivables: \$87,269.66  Modified Amount: \$0.00	\$77,287.16
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 85 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$41,085.00  Total Receivables: \$77,287.16  Modified Amount: \$0.00	\$36,202.16

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503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 110 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$11,092.50  Total Receivables: \$36,202.16  Modified Amount: \$0.00	         \$25,109.66
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 84 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$16,820.00  Total Receivables: \$25,109.66  Modified Amount: \$0.00	         \$8,289.66

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objections are reflected at the modified amount

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503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 86 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$1,035.00  Total Receivables: \$8,289.66  Modified Amount: \$0.00	\$7,254.66
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 109 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$405.00  Total Receivables: \$7,254.66  Modified Amount: \$0.00	\$6,849.66

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503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: N/A  Total Receivables: N/A  Modified Amount: N/A	Claim Number: 116 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)  VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701	Docketed Amount*: \$6,105.00  Total Receivables: \$6,849.66  Modified Amount: \$0.00	      \$744.66

<b>Total Docketed Amount:</b>	<b>N/A</b>	<b>Total Docketed Amount:</b>	<b>\$8,387,995.50</b>
<b>Total Modified Amount:</b>	<b>N/A</b>	<b>Total Modified Amount:</b>	<b>\$7,647,226.48</b>

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